

Davis International Folkdancers
Davis, California (Yolo County)

BYLAWS

ARTICLE I

Purpose

Section 1. The Davis International Folkdancers, hereinafter also referred to as the Club, a recreational folk dance group, is a member club of the National Folk Organization, which qualifies as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Mission statement: The purpose of the Davis International Folkdancers is to advance and preserve traditional ethnic folk dance and music representing national, local and ethnic customs as they exist throughout the world; and to promote and encourage the exchange of folk dances and dance related folklore through sponsoring and teaching folk dance classes and workshops, and through public performances.

ARTICLE II

Membership

Section 1. Membership in Davis International Folkdancers shall be open to all interested folkdancers. Members join by enrolling in the folk dance class taught by club members at the Davis Art Center or other location; and/or by payment of annual dues as determined by the Executive Committee.

Section 2. There shall be two categories of membership: (a) Individual and (b) Student. All categories shall be voting members.

Section 3. Each voting member shall be entitled to one vote. No person shall have more than one vote even if they qualify for more than one category of membership.

Section 5. A membership meeting shall be held annually. The Executive Committee shall be responsible for setting the time, date and place of the Annual Meeting and shall notify all members at least thirty (30) days prior to the meeting. An agenda with the proposed slate of Officers shall be mailed or e-mailed to all members no later than twenty-one (21) days prior to the meeting.

ARTICLE III

Duties of Officers

Section 1. The Officers of Davis International Folkdancers shall be a President, Vice-president/Secretary, Treasurer, Programming Officer, and Public Outreach Officer, who shall be elected from the membership by the members present at the Annual Meeting. The Officers shall hold office for a two-year term and/or until their respective successors are elected.

Section 2. The President shall perform all such duties as usually are the responsibilities of such office and shall preside at all meetings of the Club. He/she shall be an ex-officio member of all committees except the Nominating Committee (Art. VI). The President shall appoint the chairperson for all committees (except the Nominating Committee). Upon completion of the term of office, all files and records related to the office or organization shall be transferred to the new President.

Section 3. The Vice-president/Secretary, in the absence or inability of the President to discharge the duties of the office, shall perform such duties. The Vice-president/Secretary shall be responsible for the program and logistics of the Annual Meeting. Upon completion of the term of office, all files and records related to the Annual Meeting shall be transferred to the new Vice-president/Secretary. The Vice-president/Secretary shall keep a record of the meetings and membership of the Club and shall be the custodian of the Corporate Articles, documents, and archival material. Such records shall be transmitted to the successor to the position of Vice-president/Secretary. A copy of all records shall be kept for the Club Archives.

Section 4. The Treasurer shall be responsible for the preparation and administration of the annual budget, for overseeing the receipt and expenditure of funds, for the maintenance of proper financial records, for financial statements and for the annual audit. The Treasurer shall provide a copy of the financial statements upon request to any member of the Davis International Folkdancers.

Section 5. The Programming Officer shall be responsible to organize the weekly teaching program including recruiting volunteer teachers from among the Club members and publishing the weekly schedule of dances to be taught and/or reviewed. The Programming Officer may appoint Programming Committee members from among the active Club members to assist him/her in the performance of these duties.

Section 6. The Public Outreach Officer shall be responsible for Club publicity and public relations. The Public Outreach Officer may appoint Public Outreach Committee members from among the active Club members to assist him/her in the performance of these duties.

Section 7. A vacancy in the office of President shall be filled by the Vice-president/Secretary for the remainder of the unexpired term. A vacancy in any other office shall be filled for the unexpired term by the affirmative vote of a majority of the

Members present at any regular weekly meeting, even if less than a quorum is present, subject to confirmation (or replacement) by the membership at the next Annual Meeting.

ARTICLE IV

Executive Committee

The Club shall have an Executive Committee composed of the Officers. The term of office for members of the Executive Committee shall be concurrent with the designated terms of office. The Executive Committee shall review the annual budget and shall submit the budget to the general membership at the Annual Meeting. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of all business. Meetings may be held in person, by phone, or by electronic communication devices.

ARTICLE V

Nominating Committee

Section 1. The Nominating Committee shall consist of three (3) members who shall serve a term of three (3) years each. Members of the Committee shall be elected by the membership from among all Members. In the event of a vacancy on the Nominating Committee, a replacement shall be selected for the unexpired term by affirmative vote of a majority of Members present at any regular weekly meeting, subject to confirmation or replacement by the membership at the next Annual Meeting.

Section 2. At least twenty-one (21) days prior to the Annual Meeting of the Davis International Folkdancers, the Nominating Committee shall notify all voting members of its list of nominees for Officers. Such notification can be by regular mail, e-mail, or a combination of these media.

Section 3. The Nominating Committee shall present its nominations at the Annual Meeting. Additional nominations may be made from the membership at that time. Election shall be by majority vote of the members present.

Section 4. Officers and members of the Nominating Committee shall take office at the close of the Annual Meeting of the membership at which they were elected.

ARTICLE VI

Standing/Ad Hoc Committees

Section 1: The Club shall have two standing committees, the Programming Committee and the Public Outreach Committee. Committee members are appointed by the Programming Officer and the Public Outreach Officer, respectively.

Section 2: Ad Hoc Committees may be appointed by the President with Executive Committee approval as needed to meet specific needs.

ARTICLE VII

Authority

Rosenberg's Rules of Order shall govern procedure in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or law.

ARTICLE VIII

Finances

Section 1. The treasurer shall deposit all funds of the club in an insured financial institution named by the Executive Committee.

Section 2. All checks, drafts and orders for payment of money shall be signed in the name of the Club by the Treasurer, or in his/her absence or inability to serve, by the President. Checks exceeding \$500 each must be signed by two Officers. Either the President or Treasurer may sign checks in the amount not to exceed \$500 each without requiring countersignatures.

Section 3. When the execution of any contract or other instrument has been authorized without specification of the executing Officers, the President may execute the same, together with such signature or signatures of such Officer(s) as the Executive Committee may designate on behalf of the Club.

Section 4. Officers and others having custody of funds shall give bond as may be required by the Executive Committee, cost of bond to be borne by the Club.

Section 5. The fiscal year of the Club shall be January 1 to December 31 of each year.

ARTICLE IX

Indemnification

Section 1. Indemnification of Officers, etc. To the full extent permitted by law, the Club shall have the option to indemnify any Officer of the Club against expenses actually and reasonably incurred by them, in connection with the defense of any action, suit or proceeding, civil or criminal, in which they are made a party by reason of being or having been such Officer, except in relation to matters as to which they shall be adjudged in such action, suit or proceeding to be liable for gross negligence in the performance of duty, and to make such other indemnification (including advanced payment of indemnification) as shall be authorized by the Executive Committee.

Section 2. Insurance . By action of the Executive Committee, notwithstanding any interest of the Committee in such action, the Club may purchase and maintain insurance, in such amounts as the Committee may deem appropriate, on behalf of any person indemnified hereunder against any liability asserted against him/her and incurred by him/her in the capacity or arising out of his/her status as an agent of the Club, whether or not the Club would have the power to indemnify him/her against such liability under applicable provisions of law. The Club may also purchase and maintain insurance to insure the Club against any liability, including without limitation, any liability for the indemnifications provided in this Article.

Section 3. Limitation on Indemnification . Notwithstanding any other provision of these bylaws, the Club shall neither indemnify any person nor purchase any insurance in any manner or to any extent what would jeopardize or be inconsistent with qualification of the Club as an affiliate member of a Club described in section 501(c)(3) of the Internal Revenue Code or would result in liability under section 4941 of the Internal Revenue Code.

ARTICLE X

Headquarters

The headquarters of the Davis International Folkdancers shall be located in the city of Davis in the State of California.

ARTICLE XI

Compensation

Officers shall not receive compensation for their services.

ARTICLE XII

Amendments to the Bylaws

The Bylaws may be amended by the majority vote of the voting members present at the Annual Meeting. The Executive Committee shall cause to be mailed or e-mailed proposed amendments to the membership at least twenty-one (21) days prior to the Annual Meeting. Members may propose amendments in writing to the President and these must be reviewed by the Executive Committee at least sixty (60) days before the Annual Meeting.

ARTICLE XIII

Dissolution

The Davis International Folkdancers may only be dissolved by a two-thirds (2/3) majority vote of the Members present in a meeting called into session for this specific purpose. All monetary assets (specifically any funds remaining in the Club's checking account) shall be distributed to one or more non-profit organizations, as defined by I.R.C. 501(c)(3), whose mission and goals are consistent with those of the Davis

International Folkdancers, or to some federal, state, or local government for a public purpose. A special administrator may be assigned by the Executive Committee to satisfy all outstanding debts and obligations and to disburse assets as provided in this Article.

These Bylaws have been adopted by the Officers and the membership of this Club on
_____ November 16th, 2008 _____ month/day/year).

By: _____, Vice-president/Secretary
Robert Walraven